

BLANK ROME LLP

The Chrysler Building
405 Lexington Avenue
New York, New York 10174
Telephone: (212) 885-5000
Facsimile: (212) 885-5001
Jeffrey Rhodes (*admitted pro hac vice*)
Evan J. Zucker

*Attorneys for Kin Properties, Inc.; Aleff LLC; Arcolo
Limited Partnership; Cansan Company, LLC; Fairsan
Company LLC; Floreff LLC; Fundamentals Co LLC;
Hareff LLC; Hillsborough Associates; Pasan Trust;
Mantkin LLC; Musue LLC; Nathan Alison LLC;
Sugencole LLC; Sugengran LLC; and Sugensteve LLC*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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| In re: | : | Chapter 11 |
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| SEARS HOLDINGS CORPORATION, <i>et al.</i>, | : | Case No. 18-23538 (RDD) |
| | : | |
| Debtors. | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**JOINDER OF KIN LANDLORDS IN OBJECTION OF VARIOUS LANDLORDS TO
NOTICES OF FILING OF REVISED PROPOSED ORDER (I) APPROVING THE ASSET
PURCHASE AGREEMENT AMONG SELLERS AND BUYER, (II) AUTHORIZING THE
SALE OF CERTAIN OF THE DEBTORS' ASSETS FREE AND CLEAR OF LIENS,
CLAIMS, INTERESTS AND ENCUMBRANCES, (III) AUTHORIZING THE
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS, AND
LEASES IN CONNECTION THEREWITH AND (IV) GRANTING RELATED RELIEF**

Kin Properties, Inc. ("Kin Properties") and Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Hareff LLC; Hillsborough Associates; Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; and Sugensteve LLC (collectively, and together with Kin Properties, the "Kin Landlords") by its undersigned counsel, hereby joins and adopts the Objection of Various Landlords as stated in Docket Numbers 2380 and 2380-1, as if the same were set forth fully herein, to the *Notice of Filing Revised Proposed Order (I) Approving the Asset Purchase Agreement*

Among Sellers and Buyer (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granting Related Relief [Docket No. 2332] (the "First Revised Proposed Sale Order") and the *Notice of Filing Second Revised Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granting Related Relief* [Docket No. 2378] (the "Second Revised Proposed Sale Order") and collectively with the First Revised Sale Order, the "Landlords' Proposed Sale Order").

RESERVATION OF RIGHTS

The Kin Landlords expressly reserve the right to amend, supplement, and/or modify this Joinder and to file in the future additional appropriate pleadings.

CONCLUSION

WHEREFORE, the Kin Landlords request that (i) if the Court approves the proposed sale of substantially all of the Debtors' business assets to the Buyer, any order approving the sale incorporate the changes outlined in the Landlords' Proposed Sale Order and (ii) grant to the Kin Landlords such other and further relief as is just and appropriate.

Dated: New York, New York
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BLANK ROME LLP

By: /s/ Evan J. Zucker
Evan J. Zucker
The Chrysler Building
405 Lexington Avenue
New York, New York 10174
Telephone: (212) 885-5000
Facsimile: (212) 885-5001
Email: EZucker@BlankRome.com

and

Jeffrey Rhodes (*admitted pro hac vice*)
1825 Eye Street NW
Washington, D.C. 20006
Telephone: (202) 420-3150
Facsimile: (202) 420-2201
E-mail: JRhodes@BlankRome.com

*Attorneys for Kin Properties, Inc.; Aleff LLC; Arcolo
Limited Partnership; Cansan Company, LLC;
Fairsan Company LLC; Floreff LLC; Fundamentals
Co LLC; Hareff LLC; Hillsborough Associates;
Pasan Trust; Mantkin LLC; Musue LLC; Nathan
Alison LLC; Sugencole LLC; Sugengran LLC; and
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